

**UNITED STATES DISTRICT COURT  
DISTRICT OF SOUTH CAROLINA  
SPARTANBURG DIVISION**

JANE DOES 1-9,

Plaintiffs,

v.

COLLINS MURPHY, SHARON  
HAMMONDS, BRENDA F. WATKINS,  
LIMESTONE UNIVERSITY, MG  
FREESITES, LTD., d/b/a PORNHUB.COM,  
MG FREESITES II LTD., MINDGEEK  
S.A.R.L., MINDGEEK USA, INC., MG  
BILLING LTD., and HAMMY MEDIA LTD.  
d/b/a XHAMSTER.COM, TRAFFICSTARS  
LTD., WISEBITS LTD, XHAMSTER IP  
HOLDINGS LTD, WISEBITS IP LTD,

Defendants.

CASE NO. 7:20-CV-00947-DCC

**DECLARATION OF ANDREAS  
ALKIVIADES ANDREOU IN SUPPORT  
OF DEFENDANTS MINDGEEK S.A.R.L.,  
MINDGEEK USA INC. AND MG  
BILLING LTD'S MOTION TO DISMISS  
PLAINTIFFS' FIFTH AMENDED  
COMPLAINT**

I, Andreas Alkiviades Andreou, hereby declare as follows:

1. I am employed by MG CY Holdings Ltd as Director of Corporate Finance. I have worked for MG CY Holdings Ltd or its predecessor in this position since 2013. I have also served as a Class A manager (the equivalent of a director) for MindGeek S.à.r.l. since 2016.

2. Through my employment and experience, I am familiar with the corporate structure and operations of all the existing corporate entities named in Plaintiffs' Complaint – MindGeek S.à.r.l., MG Freesites II Ltd., MindGeek USA Incorporated, and MG Billing Ltd (the “MindGeek corporate entities”). Almost every day, as part of my regular job responsibilities, I deal with issues involving the corporate structure of these legal entities in some capacity.

3. I have reviewed the Fifth Amended Complaint filed in the instant action and am familiar with the allegations made regarding the structure and operations of the MindGeek corporate entities.

4. MindGeek S.à.r.l. is a private limited liability company (société à responsabilité limitée) incorporated under the laws of Luxembourg, having its registered office at 32, boulevard Royal, L-2449 Luxembourg and registered with the Luxembourg Register of Commerce and Companies (R.C.S. Luxembourg) ("RCS") under number B 181337.

5. MindGeek S.à.r.l. serves as the ultimate parent corporation of MindGeek USA Incorporated and MG Billings Ltd. However, MindGeek S.à.r.l. does not exercise any control over the day-to-day decisions of those entities, or any other MindGeek corporate entities.

6. MindGeek S.à.r.l. is nothing more than a holding company, without any employees or operations of its own, that directly and indirectly owns certain affiliated entities. MindGeek S.à.r.l. does not have any offices or employees in the State of South Carolina, let alone the United States.

7. MindGeek S.à.r.l. is adequately capitalized, both possessing its own bank accounts and serving as a party to and responsible for fulfilling its own contracts. MindGeek S.à.r.l. also has the equivalent of its own designated board of directors and observes all necessary corporate formalities.

8. MG Freesites Ltd is a foreign limited liability company organized and operating under the laws of the Republic of Cyprus, having its head office at 195-197 Old Nicosia-Limassol Road, Block 1 Dali Industrial Zone, Cyprus.

9. MG Freesites Ltd is responsible for operating certain websites, referred to as “tubesites,” including “PornHub.”

10. MG Freesites Ltd does not have any offices or employees in the State of South Carolina, or in the United States.

11. MG Freesites Ltd is adequately capitalized, both possessing its own bank accounts and serving as a party to and responsible for fulfilling its own contracts. MG Freesites Ltd also has the equivalent of its own designated board of directors and observes all necessary corporate formalities.

12. MindGeek USA Incorporated is a corporation incorporated under the laws of the State of Delaware, having its principal executive office at 21800 Oxnard Street, Suite 150, Woodland Hills, California 91367 United States of America.

13. MindGeek USA Incorporated’s sole function is to distribute DVD-based content pursuant to the terms of one contract. MindGeek USA Incorporated does not own or operate Pornhub.com and it does not itself create, solicit, post, manage, or have any other involvement with Pornhub.com.

14. MindGeek USA Incorporated is adequately capitalized, both possessing its own bank accounts and serving as a party to and responsible for fulfilling its own contracts. MindGeek USA Incorporated also has its own designated board of directors and observes all necessary corporate formalities.

15. MindGeek USA Incorporated does not have any offices or employees in the State of South Carolina.

16. MG Billing Ltd. is a foreign limited liability company organized and operating under the laws of the Republic of Ireland, having its head office in Dublin, Ireland.

17. MG Billing Ltd.'s function is to assist in the processing of payments for so-called "paysites," that is, websites on which users must pay to access and view adult content. MG Billings Ltd does not own or operate Pornhub.

18. MG Billing Ltd. is adequately capitalized, both possessing its own bank accounts and serving as a party to and responsible for fulfilling its own contracts. MG Billing Ltd also has the equivalent of its own designated board of directors and observes all necessary corporate formalities.


19. To the extent any of the foregoing entities provides services for another, the terms pursuant to which such services are provided are defined by service contracts.

20. MG Freesites II Ltd no longer exists as a company.

21. MG Freesites II Ltd had operated certain tubesites, such as Xtube.com and Youporn.com, but ceased all operations on December 31, 2018 after assigning all of its assets and liabilities to MG Freesites Ltd. MG Freesites II Ltd was subsequently dissolved in 2020.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Date: November 12 2022, located at Nicosia, Cyprus



Andreas Alkiviades Andreou